

RECORDATION NO. 20041-F FILED

AUG 04 '03

2-18 PM

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.  
20036  
(202) 393-2266  
FAX (202) 393-2156  
E-MAIL [alvordlaw@aol.com](mailto:alvordlaw@aol.com)

SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

August 4, 2003

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Amended and Restated Lease Agreement (1996-A), dated as of July 30, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Rec. No. 20041.

The names and addresses of the parties to the enclosed document are:

Lessor: Southern California Regional  
Rail Authority  
700 South Flower Street  
Suite 2600  
Los Angeles, CA 90017

Lessee: SCRRA Rail Statutory Trust 1996-A  
c/o U.S Bank National Association  
Goodwin Square  
225 Asylum Street  
Hartford, CT 06103

Mr. Vernon A. Williams  
August 4, 2003  
Page Two

A description of the railroad equipment covered by the enclosed document is:

bearing SCRRA reporting marks and road numbers as follows:

30 Cab cars:	601 – 631 (except 608);
62 Coach cars:	101 – 163 (except 113)

A short summary of the document to appear in the index is:

Memorandum of Amended and Restated Lease Agreement (1996-A).

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anr  
Enclosures

RECORDATION NO. 20041F FILED

AUG 04 '03

2-18 PM

SURFACE TRANSPORTATION BOARD

**MEMORANDUM OF AMENDED AND RESTATED LEASE AGREEMENT  
(1996-A)**

Memorandum of Amended and Restated Lease Agreement (1996-A), dated as of July 30, 2003 between **SOUTHERN CALIFORNIA REGIONAL RAIL AUTHORITY**, as Lessor (the "*Lessor*"), and **SCRRA RAIL STATUTORY TRUST 1996-A**, as Lessee (the "*Lessee*").

**WITNESSETH:**

The undersigned have entered into that certain Amended and Restated Lease Agreement (1996-A), dated as of July 30, 2003, whereby the Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from the Lessor certain railroad equipment bearing car numbers as listed on Exhibit A attached hereto, subject to the terms defined in said Amended and Restated Lease Agreement (1996-A).

Remainder of page intentionally left blank

IN WITNESS WHEREOF, the Lessor and the Lessee have each caused this Memorandum of Amended and Restated Lease Agreement (1996-A) to be duly executed by its authorized officer on the day and year first above written.

LESSOR:

SOUTHERN CALIFORNIA REGIONAL RAIL  
AUTHORITY

By: 

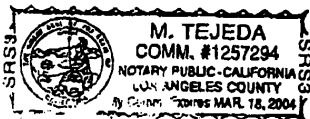
Name: DAVID SOLOW  
Title: CHIEF EXECUTIVE OFFICER

ACKNOWLEDGEMENT

STATE OF CALIFORNIA)  
COUNTY OF LOS ANGELES) ss.

On JULY 29, 2003, before me, M. TEJEDA, personally came DAVID SOLOW, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity and that by her signature on the instrument, the person or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.



  
Notary Public

My commission expires on 3/18, 2004

## LESSEE:

SCRRRA RAIL STATUTORY TRUST 1996-A  
By State Street Bank and Trust Company of  
Connecticut, National Association, not in its  
individual capacity, but solely as Trustee

By: 

Name: Mark A. Forgetta  
Title: Authorized Signatory

## ACKNOWLEDGEMENT

STATE OF **CONNECTICUT** )  
COUNTY OF **HARTFORD** ) ss.

On July 29, 2003, before me, Susan P. McNally, personally came Mark A. Forgetta, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity and that by her signature on the instrument, the person or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.

  
Notary Public

My commission expires on \_\_\_\_\_, 20\_\_

**SUSAN P. McNALLY**  
**NOTARY PUBLIC**  
MY COM. EXPIRES MARCH 31, 2005

Memorandum of Amended and Restated Lease Agreement (1996-4)



RECEIVED TIME JUL. 29. 1:47PM

PRINT TIME JUL. 29. 1:48PM

**EXHIBIT A**  
**DESCRIPTION OF RAILCARS**

**CAB CARS**  
**SERIAL NUMBER**

601  
602  
603  
604  
605  
606  
607  
609  
610  
611  
612  
613  
614  
615  
616  
617  
618  
619  
620  
621  
622  
623  
624  
625  
626  
627  
628  
629  
630  
631

**COACH CARS**  
**SERIAL NUMBER**

101  
102  
103  
104  
105  
106  
107  
108  
109  
110  
111  
112  
114  
115  
116  
117  
118  
119  
120  
121  
122  
123  
124  
125  
126  
127  
128  
129  
130  
131  
132  
133  
134  
135  
136  
137  
138  
139  
140  
141  
142

**COACH CARS**  
**SERIAL NUMBER**

143  
144  
145  
146  
147  
148  
149  
150  
151  
152  
153  
154  
155  
156  
157  
158  
159  
160  
161  
162  
163



**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 8/4/03

  
\_\_\_\_\_  
Robert W. Alvord